

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. Contract ID Code Cost-Plus-Fixed-Fee	Page 1 Of 14
2. Amendment/Modification No.  P00087		3. Effective Date  2004FEB23		4. Requisition/Purchase Req No.  SEE SCHEDULE	
5. Project No. (If applicable)					
6. Issued By  TACOM WARREN BLDG 231 AMSTA-AQ-AHEB LEONARD SOKOLOWSKI (586)574-7301 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: SOKOLOWL@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6)  DCMA DETROIT U.S. ARMY TANK & AUTOMOTIVE COMMAND (TACOM) ATTN: DCMAE-GJD WARREN, MI 48397-5000	
				Code S2305A	
				SCD A PAS NONE ADP PT HQ0337	
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  GENERAL DYNAMICS LAND SYSTEMS INC. 38500 MOUND ROAD STERLING HEIGHTS, MI. 48310-3260    TYPE BUSINESS: Large Business Performing in U.S.				9A. Amendment Of Solicitation No.    9B. Dated (See Item 11)    10A. Modification Of Contract/Order No. DAAE07-01-C-N075 10B. Dated (See Item 13) 2001AUG29	
Code 7W356		Facility Code 2D511			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. <b>FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.</b> If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.					
12. Accounting And Appropriation Data (If required) SEE SECTION G					
FMS REQUIREMENT					
<b>13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS</b>					
It Modifies The Contract/Order No. As Described In Item 14.					
KIND MOD CODE: 6					
<input type="checkbox"/> A. This Change Order is Issued Pursuant To: _____ The Changes Set Forth In Item 14 Are Made In _____ The Contract/Order No. In Item 10A.					
<input type="checkbox"/> B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).					
<input type="checkbox"/> C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: _____					
<input checked="" type="checkbox"/> D. Other (Specify type of modification and authority) Exercise Option					
<b>E. IMPORTANT:</b> Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.					
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)					
SEE SECOND PAGE FOR DESCRIPTION					

15A. Name And Title Of Signer (Type or print)		16A. Name And Title Of Contracting Officer (Type or print) JOHN REGENHARDT REGENHAJ@TACOM.ARMY.MIL (586) 574-6973	
15B. Contractor/Offoror	15C. Date Signed	16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed  2004FEB23
_____ (Signature of person authorized to sign)			

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> DAAE07-01-C-N075 <b>MOD/AMD</b> P00087	<b>Page</b> 2 <b>of</b> 14
<b>Name of Offeror or Contractor:</b> GENERAL DYNAMICS LAND SYSTEMS INC.		

SECTION A - SUPPLEMENTAL INFORMATION

CONTRACT FOR: ABRAMS SYSTEM TECHNICAL SUPPORT (STS)

CONTRACTOR: GENERAL DYNAMICS LAND SYSTEMS (GDLS) INC.  
STERLING HEIGHTS, MICHIGAN

THIS ACTION: P00087 to DAAE07-01-C-N075

CURRENT AMOUNT: \$439,454,758

THIS ACTION: \$ 885,712

NEW AMOUNT: \$440,340,470

1. The purpose of this modification is to exercise existing options, in accordance with paragraph B.2. The following CLINs are impacted:

2. CLIN 0003 - US Army Sustainment is being increased by \$200,000. The change is broken out as follows:

Labor: \$200,000 (\$183,484 cost, \$ 16,516 fixed fee)

2,332.20 labor/manhours are being added at an option 1 rate of \$58.12 (\$53.32 cost, \$4.80 fixed fee). 992.65 labor/manhours are being added at an Option 2 rate of \$64.93 (\$59.57 cost, \$5.36 fixed fee). The total CLIN amount is increased by \$200,000 from \$4,132,727 to \$4,332,727.

3. CLIN 0008 - Egypt Unique is being increased by \$130,000. The change is broken out as follows:

Labor: \$130,000 (\$119,341 cost, \$ 10,659 fixed fee)

1,322.48 labor/manhours are being added at an option 1 rate of \$98.30 (\$90.24 cost, \$8.06 fixed fee). The total CLIN amount is increased by \$130,000 from \$202,000 to \$332,000.

4. CLIN 0042 - Contractor Support to Contingency Operations is being increased by \$532,212. The change is broken out as follows:

Labor: \$497,362 (\$456,405 cost, \$ 40,957 fixed fee)

Materials: \$ 34,850 (\$ 31,992 cost, \$ 2,858 fixed fee)

2,129.40 labor/manhours are being added at an option 1 rate of \$102.48 (\$94.04 cost, \$ 8.44 fixed fee). 2,424.57 labor/manhours are being added at an Option 2 rate of \$115.13 (\$105.65 cost, \$9.48 fixed fee). The total CLIN amount is increased by \$532,212 from \$0 to \$532,212.

5. CLIN 0044 - Korean Field Service Representative (FSR) is being increased by \$10,000. The change is broken out as follows:

Labor: \$10,000 (\$9,174 cost, \$826 fixed fee)

90.16 labor/manhours are being added at an option 2 rate of \$110.91(\$101.75 cost, \$9.16 fixed fee). The total CLIN amount is increased by \$10,000 from \$1,518,767 to \$1,528,767.

6. CLIN 0051 - Pre Deployment is being established. \$13,500 The change is broken out as follows:

Labor: \$9,472 (\$8,691 cost, \$ 781 fixed fee)

Materials: \$4,028 (\$3,698 cost, \$ 330 fixed fee)

27.78 labor/manhours are being added at an option 1 rate of \$340.99(\$312.89 cost, \$28.10 fixed fee). The total CLIN amount is increased by \$ 13,500 from \$-0- to \$13,500.

This action is being accomplished on a page substitution basis. The attached pages are replacement pages to the contract. As a result of this action, the total amount of the contract is increased by \$885,712 from \$439,154,758 to \$439,454,758.

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> DAAE07-01-C-N075 <b>MOD/AMD</b> P00087	<b>Page</b> 3 <b>of</b> 14
<b>Name of Offeror or Contractor:</b> GENERAL DYNAMICS LAND SYSTEMS INC.		

7. Option 1 Labor/manhours, material and subcontracting pools are adjusted as follows:

Labor/manhours:	Material Ceiling:
11,099,808 available hours	\$208,719,099 available material pool
2,860,009.62 Hours used to date	\$ 88,757,215 Mat'l \$\$ used to date
5,811.86 Hrs exercised this action	\$ 38,878 Mat'l \$\$ this action
2,865,821.48 Total Option Hrs authorized	\$ 88,796,093 Mat'l \$\$ authorized
8,233,986.52 Available Option Hours	\$119,923,006 Mat'l \$\$ Available

Subcontracting Ceiling:

\$ 60,796,106 Available Subcontracting pool

\$ 13,032,289 Subcontracting \$\$ used to date

\$ -0- Subcontracting \$\$ this action

\$ 13,032,289 Subcontracting \$\$ authorized

\$ 47,763,817 Available Subcontracting

8. Option 2 Labor/manhours, materials, and subcontracting pools are adjusted as follows:

Labor/manhours:	Material Ceiling:
6,759,467 available hours	\$107,768,545 available material pool
351,017.58 Hours used to date	\$19,000,000 Mat'l \$\$ used to date
3,507.38 Hrs exercised this action	\$ -0- Mat'l \$\$ this action
354,524.96 Total Option Hrs authorized	\$19,000,000 Mat'l \$\$ authorized
6,404,942.04 Available Option Hours	\$ 88,768,545 Mat'l \$\$ Available

Subcontracting Ceiling:

\$ 46,777,365 Available Subcontracting pool

\$ 1,000,000 Subcontracting \$\$ used to date

\$ -0- Subcontracting \$\$ this action

\$ 1,000,000 Subcontracting \$\$ authorized

\$ 45,777,365 Available Subcontracting

\*\*\* END OF NARRATIVE A 071 \*\*\*

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Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0003	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>U S ARMY SUSTAINMENT</u></p> <p>SECURITY CLASS: Unclassified</p> <p>NOUN: U.S. ARMY SUSTAINMENT - OMA</p> <p>CONTRACT LINE ITEM NUMBER (CLINS) AND ITEM DESCRIPTION ENGINEERING IN SUPPORT OF ITEMS IN FULL SCALE PRODUCTION FOR THE ABRAMS TANK VEHICLE SYSTEM IN ACCORDANCE WITH SECTION C.</p> <p>Base Hours (includes option 1) 71,512.51 *</p> <p>Option 2 Hrs: 2 227.03 *</p> <p>AUTHORIZED LABOR/MANHOURS: 73,739.54 *</p> <p>BASE:</p> <p>ESTIMATED COST: \$3,813,043 *</p> <p>FIXED FEE: \$ 343,261 *</p> <p>TOTAL: \$4,156,304 *</p> <p>OPTION 2:</p> <p>ESTIMATED COST: \$ 132,664 *</p> <p>FIXED FEE: \$ 11,937 *</p> <p>TOTAL: \$ 144,601 *</p> <p>AUTHORIZED MATERIAL: \$ 31,822</p> <p>MATERIAL COST: \$ 29,212</p> <p>MATERIAL FIXED FEE: \$ 2,610</p> <p>TOTAL MATERIAL COST: \$ 31,822</p> <p>TOTAL CUMULATIVE FUNDING: \$4,332,727 *</p> <p>GOVERNMENT APPROVAL OF EFFORT AND SCHEDULE FOR PERFORMANCE THROUGH 30 SEPTEMBER 2004 IS SUBJECT TO GOVERNMENT EXERCISE OF OPTION IN ACCORDANCE WITH OPTIONS IDENTIFIED IN SECTION B.</p> <p>* MODIFIED BY P00087</p> <p>(End of narrative B001)</p>				

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0003AX	<div>SERVICES LINE ITEM</div> <div>NOUN: CFSR PRON: 474GACZ547PRON AMD: 01ACRN: FH AMS CD: 113000.0000 CUSTOMER ORDER NO: MIPR4E93700037</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001030-SEP-2004</div> <div>\$200,000.00</div>				\$200,000.00

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0008	<div>SERVICES LINE ITEM</div> <div>SECURITY CLASS: Unclassified</div> <div>NOUN: EGYPT UNIQUE</div> <div>LABOR/MANHOURS: 2,459.33 *</div> <div>ESTIMATED COST: \$221,930 *</div> <div>FIXED FEE: \$ 19,822 *</div> <div>TOTAL: \$241,752 *</div> <div>AUTHORIZED MATERIAL: \$ 90,248</div> <div>ESTIMATED COST: \$ 82,847</div> <div>FIXED FEE: \$ 7,401</div> <div>TOTAL: \$ 90,248</div> <div>TOTAL CUMULATIVE FUNDING: \$332,000 *</div> <div>GOVERNMENT APPROVAL OF EFFORT AND SCHEDULE FOR PERFORMANCE THROUGH 31 JUL 2004 IS SUBJECT TO GOVERNMENT EXERCISE OF OPTION IN ACCORDANCE WITH OPTIONS IDENTIFIED IN SECTION B.</div> <div>* Modified by Mod P00087</div> <div>(End of narrative B001)</div>				

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0008AB	<div>SERVICES LINE ITEM</div> <div>NOUN: CLIN 8 STS EAPU MWO PRON: J59PTN0347PRON AMD: 01ACRN: FG AMS CD: USI004 FMS CASE IDENTIFIER: EG-B-USI</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001001-APR-2004 \$130,000.00</div>				\$130,000.00

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Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0042	<div>SERVICES LINE ITEM</div> <div>SECURITY CLASS: Unclassified</div> <div>NOUN: CONTRACTOR SUPPORT TO CONTINGENCY OPERATIONS - OMA</div> <div>Base Hours (includes option 1) 2,129.40 * Option 2: 2,424.57 * AUTHORIZED LABOR/MANHOURS: 4,553.97 *</div> <div>BASE: ESTIMATED COST \$ 200,249 * FIXED FEE: \$ 17,972 * TOTAL: \$ 218,221 *</div> <div>OPTION 2: ESTIMATED COST: \$ 256,156 * FIXED FEE: \$ 22,985 * TOTAL: \$ 279,141 *</div> <div>MATERIAL AUTHORIZED: \$ 34,850 *</div> <div>MATERIAL COST: \$ 31,992 * MATERIAL FEE: \$ 2,858 * TOTAL: \$ 34,850 *</div> <div>TOTAL CUMULATIVE FUNDING: \$ 532,212 *</div> <div>GOVERNMENT APPROVAL OF EFFORT AND SCHEDULE FOR PERFORMANCE THROUGH 31 DEC 2004 IS SUBJECT TO GOVERNMENT EXERCISE OF OPTION IN ACCORDANCE WITH OPTIONS IDENTIFIED IN SECTION B.</div> <div>* MODIFIED BY P00087</div> <div>(End of narrative B001)</div>				



Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0042AC	<div>SERVICES LINE ITEM</div> <div>NOUN: DEPLOYMENT-CLIN42 PRON: 474GACZ447PRON AMD: 01ACRN: FA AMS CD: 135197.00220 CUSTOMER ORDER NO: MIPR4DCAV00285</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001030-SEP-2004</div> <div>\$532,212.00</div>				\$532,212.00

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0044	<div>SERVICES LINE ITEM</div> <div>SECURITY CLASS: Unclassified</div> <div>NOUN: KOREAN FIELD SERVICE REPRESENTATIVE - OCONUS</div> <div>LABOR/MANHOURS:</div> <div>BASE HOURS: 7,038.47</div> <div>OPTION 2 HRS: 7,509.39 *</div> <div>TOTAL AUTHORIZED: 14,547.86 *</div> <div>BASE HRS:</div> <div>ESTIMATED COST: \$ 638,466</div> <div>FIXED FEE: \$ 57,434</div> <div>TOTAL: \$ 695,900</div> <div>OPTION 2 HRS:</div> <div>ESTIMATED COST: \$ 764,081 *</div> <div>FIXED FEE: \$ 68,786 *</div> <div>TOTAL: \$ 832,867 *</div> <div>MATERIAL AUTHORIZED:</div> <div>MATERIAL COST: \$</div> <div>MATERIAL FEE: \$</div> <div>TOTAL MATERIAL COST: \$</div> <div>TOTAL CUMULATIVE FUNDING: \$1,528,767 *</div> <div>GOVERNMENT APPROVAL OF EFFORT AND SCHEDULE FOR PERFORMANCE THROUGH 31 DEC 2004 IS SUBJECT TO GOVERNMENT EXERCISE OF OPTION IN ACCORDANCE WITH OPTIONS IDENTIFIED IN SECTION B.</div> <div>* MODIFIED BY P00087</div> <div>(End of narrative A001)</div>				



Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0051	<div>SERVICES LINE ITEM</div> <div>SECURITY CLASS: Unclassified</div> <div>NOUN: CONTINGENCY OPERATIONS - PREDEPLOYMENT ACTIVITIES - OMA</div> <div>AUTHORIZED LABOR/MANHOURS: 27.78 * BASE HOURS: 27.78 * OPTION 2 HRS:</div> <div>BASE LABOR/MANHOURS: ESTIMATED COST: \$ 8,691.00 * FIXED FEE: \$ 781.00 * TOTAL COST: \$ 9,472.00 *</div> <div>MATERIAL AUTHORIZED: \$ 4,028 *</div> <div>MATERIAL COST: \$ 3,698 * MATERIAL FEE: \$ 330 * TOTAL MATERIAL COST: \$ 4,028 *</div> <div>TOTAL CUMULATIVE FUNDING: \$ 13,500 *</div> <div>GOVERNMENT APPROVAL OF EFFORT AND SCHEDULE FOR PERFORMANCE THROUGH 31 JUL 2004 IS SUBJECT TO GOVERNMENT EXERCISE OF OPTION IN ACCORDANCE WITH OPTIONS IDENTIFIED IN SECTION B.</div> <div>* PAGE ADDED BY P00087</div> <div>(End of narrative A001)</div>				\$ ** NSP **

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0051AA	<div>SERVICES LINE ITEM</div> <div>NOUN: CLIN51-PRE-DEPLOYMENT PRON: 474GACZ247PRON AMD: 01ACRN: FA AMS CD: 135197.00220 CUSTOMER ORDER NO: MIPR4DCAV00285</div> <div>Inspection and Acceptance INSPECTION: DestinationACCEPTANCE: Destination</div> <div>Deliveries or Performance DLVR SCHPERF COMPL REL CDQUANTITYDATE 001030-SEP-2004</div> <div>\$13,500.00</div>				\$13,500.00

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	ACRN	OBLG STAT/ JOB ORD NO		PRIOR AMOUNT	INCREASE/DECREASE AMOUNT		CUMULATIVE AMOUNT
0003AX	474GACZ547 113000.0000 MIPR4E93700037	FH	2	\$	0.00	\$	200,000.00	\$ 200,000.00
0008AB	J59PTN0347 USI004	FG	2 9DBJKA	\$	0.00	\$	130,000.00	\$ 130,000.00
0042AC	474GACZ447 135197.00220 MIPR4DCAV00285	FA	2	\$	0.00	\$	532,212.00	\$ 532,212.00
0044AF	474STS0447 42212300000 H14GA422SSTS	EV	2 4GASST	\$	0.00	\$	10,000.00	\$ 10,000.00
0051AA	474GACZ247 135197.00220 MIPR4DCAV00285	FA	2	\$	0.00	\$	13,500.00	\$ 13,500.00
NET CHANGE					\$		885,712.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION				ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	EV	21	42020000045R5R02P42212325FB	S20113		W56HZV	\$ 10,000.00
Army	FA	21	4202000004762041135197025FB	S41093		W56HZV	\$ 545,712.00
Army	FG	9711	X8242EGO1X6D1000USI 0042516EGS20113			W56HZV	\$ 130,000.00
Army	FH	21	4202000004762073113000025FB	S41040		S41040	\$ 200,000.00
NET CHANGE							\$ 885,712.00

		PRIOR AMOUNT OF AWARD		INCREASE/DECREASE AMOUNT		CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$	439,454,758.00	\$	885,712.00	\$	440,340,470.00